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STATE AUDITOR'S OFFICE
SECURITIES DEPARTMENT
HELENA, MONTANA

IN THE MATTER OF:) Case No.: 1-11-29-05-152
)
END CHILD HUNGER INC. their agents and) CONSENT AGREEMENT AND ORDER TO
representatives) PERMANENTLY CEASE AND DESIST
)
TYSON WILLIAMS, individually; and John)
and/or Jane Does 1-52,)
Respondents)

Consent Agreement dated this 22nd ^{FEBRUARY 2008} day of ~~December 2007~~, is hereby entered into by
and between the Montana Securities Department ("Department"), acting pursuant to the authority
of Securities Act of Montana, § 30-10-101 et seq. MCA, and the Montana Administrative
Procedures Act, § 2-4-603 MCA; and Respondents End Child Hunger, Inc. (ECH) and Tyson
Williams (Williams.)

RECITALS

WHEREAS, the Departments issued a Notice of Proposed Agency Action on or about
November 30, 2005, alleging violations of the Securities Act by ECH and Williams with respect
to promotion of an illegal pyramid scheme to Montana investors. Subsequently a Temporary
Cease and Desist Order issued, prohibiting Respondents from continuing to promote an illegal
pyramid scheme in Montana;

WHEREAS, the Department and Respondents have investigated the matters pursuant to
customer complaints lodged with the Department,

1 WHEREAS, the Department and Respondents have agreed that the best interests of the
2 public would be served by entering into the agreements and undertaking specified herein.

3 NOW THEREFORE, in consideration of the mutual undertakings herein contained the
4 Department and Respondents hereby agree to resolve their differences and settle these matters
5 pursuant to the following:

6 **TERMS AND CONDITIONS**

7 **I. SUMMARY OF ALLEGATIONS**

8 A. The Action includes allegations that Respondents, in violation of MCA Section
9 30-10-325, promoted an illegal pyramid scheme.

10 **II. STIPULATIONS AND CONSENTS**

11 A. Without admitting or denying any of the allegations contained within the Action,
12 Respondents stipulate and consent:

13 1. To accept the issuance of a Permanent Cease and Desist Order incorporating all
14 the terms and conditions of the Temporary Cease and Desist Order currently pending.

15 2. To comply with the terms and conditions of this Consent Agreement and with the
16 securities laws and regulations of Montana.

17 3. The Statute of Limitation is tolled for two (2) years from the date of
18 consummation of this consent agreement with regard to the allegations set forth above. In the
19 event Respondents violate the terms of this consent agreement at any time during the two year
20 tolling period the State Auditor's Office reserves the right to seek a fine in the amount of
21 \$25,000.

22 B. Pursuant to the stipulations, agreements and consents of Respondents, the
23 Department, under the authority of the Montana Securities Act, and § 2-4-603, Montana Code
24 Annotated, hereby agree that
25

1. The Department has determined and shall execute contemporaneous with the Consent Agreement such documents and take such actions as are required to dismiss the Action with prejudice with respect to Respondents.

C. All parties to this Consent Agreement agree and acknowledge:

1. This Consent Agreement constitutes the entire agreement between the parties, there being no other promises or agreements, either express or implied. Under authority of the Act, the Department hereby agrees that it will not initiate any civil or administrative actions against Respondents regarding or related to the allegations contained in the Actions. Respondents fully and forever release and discharge the Office of the State Auditor, the elected State Auditor and all State Auditor employees from any and all actions, claims, causes of action, demands, or expenses for damages or injuries that may arise from the allegations underlying this Consent Agreement, whether asserted or unasserted, known or unknown, foreseen or unforeseen, arising out of the Actions.

DATED this 25th day of February 2008.

MONTANA SECURITIES DEPARTMENT

By: Lynne Egan
Lynne Egan
Deputy Securities Commissioner

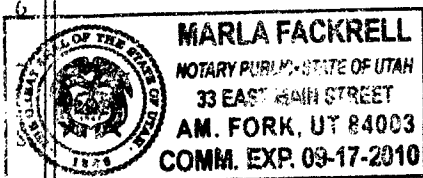
SUBSCRIBED AND SWORN to before me this _____ day of December 2007.

Michelle Huffel
Notary Public for the State of Montana
Residing at Helena, Montana
My commission expires

1 DATED this 22 ^{FEBRUARY 2008} day of ~~December 2007~~

2
3 Tyson Williams
4 TYSON WILLIAMS

5 SUBSCRIBED AND SWORN to before me this 22 ^{FEBRUARY 2008} day of ~~December 2007~~.



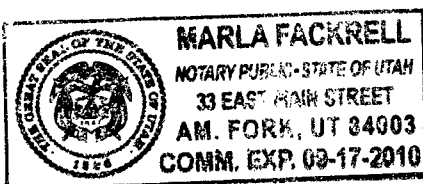
9 Marla Fackrell
Notary Public for the State of Utah
Residing at Am Fork, Utah
My commission expires 9-17-2010

10 DATED this 22 ^{FEBRUARY 2008} day of ~~December 2007~~

11 END CHILD HUNGER, INC.

12 By: Tyson Williams
13 TYSON D. WILLIAMS

14 SUBSCRIBED AND SWORN to before me this 22 ^{FEBRUARY 2008} day of ~~December 2007~~.



18 Marla Fackrell
Notary Public for the State of Utah
Residing at Am Fork, UT
My commission expires 9-17-2010

19
20 ORDER

21 On the basis of the terms and conditions set forth in the Consent Agreement entered into by and
22 between the Montana Securities Department and Tyson Williams and End Child Hunger, Inc., the
23 Commissioner hereby enters the following order:

- 24 1. The Temporary Cease and Desist Order is hereby made Permanent as it applies and relates to
25 Tyson Williams and End Child Hunger, Inc. Specifically, pursuant to §30-10-102, MCA, it

1 is in the public interest to ORDER Respondents to PERMANENTLY CEASE AND DESIST
2 from the following actions:

- 3 a. Any act that constitutes promotion of an illegal pyramid scheme pursuant to §§50-
4 10-324, 325, MCA;

5
6 SO ORDERED this 25th day of February 2008.

7 JOHN MORRISON
8 State Auditor and
9 Commissioner of Securities

10 By Lynne Egan

Gordon Higgins

11 Deputy State Auditor

Lynne Egan

12 Deputy Securities Commissioner